

AGREEMENT AND ARTICLES OF ASSOCIATION.

Be It Known, that we, the undersigned, desirous of forming a corporation under the laws of Missouri, and more particularly under the provisions of Article VII. Chapter 33, R. S. 1909, and amendments thereto, governing manufacturing and business companies, have entered into the following agreement:

First: That the name of the corporation shall be Union Colliery Company.

Second: That the corporation shall be located in the City of St. Louis, Missouri.

Third: That the amount of its capital stock is One Hundred Thousand Dollars, divided into one thousand shares of the par value of One Hundred Dollars (\$100.) each; that Fifty Thousand Dollars (\$50 000.) thereof, or Five Hundred (500) shares have been in good faith subscribed and the whole amount so subscribed actually paid up in lawful money of the United States and is in the custody of the first board of Directors or Managers.

Fourth: The names, places of residence of the shareholders and the number of shares subscribed by each are

<u>Names</u>	<u>Place of Residence</u>	<u>No. Shares</u>
J. D. Mortimer	New Yor City	100
Eugene Maauliffe	St. Louis, Mo.	100
Charles S. Ruffner	St. Louis, Mo.	100
H. Spoehrer	St. Louis, Mo.	50
Louis H. Egan	St. Louis, Mo. Webster Groves, Mo.	50
John Hunter	St. Louis, Mo.	50
H. A. Lawrence	St. Louis, Mo.	50

The first meeting of the stockholders for the purpose of adopting by-laws, and transacting such further business as may properly come before them, shall be held without formal notice thereof on the day succeeding the day when the Certificate of Incorporation hereunder shall have been issued by the Secretary of State of Missouri.

Fifth: That the Board of Directors shall consist of five (5) and the names of those agreed on for the first year are J. D. Mortimer, Eugene Maauliffe, Chas. S. Ruffner, H. Spoehrer and Louis H. Egan, and the

first meeting of said Board for the purpose of electing officers and trans-acting other business shall be held, without formal notice thereof, immediately after the first meeting of the stockholders hereinabove provided for.

Sixth: That the corporation shall continue for a term of fifty years.

Seventh: That the corporation is formed for the following purposes:

To mine, sell and ship coal and other minerals incidentally developed; to manufacture, sell and ship coke and other by-products of coal or coke; to purchase, lease and hold in fee simple or upon royalty or rental or otherwise, and to sell, lease or otherwise dispose of coal lands, whether held in fee or otherwise, and other real estate and personal property necessary or convenient and used or held to be used in the transaction of said business; to construct, purchase or otherwise acquire all buildings, structures, machinery, plant, equipment (including railroad rolling stock) and improvements necessary or convenient in the conduct of said business, and to do such further acts and business as may be incidental to and in furtherance of the business of the Company.

IN TESTIMONY WHEREOF, we have hereunto set our hands this 9th
day of July, 1917.

J. D. Mortimer,

Eugene McAuliffe,

Chas. S. Ruffner,

Hermann Spoehrer,

Louis H. Egan,

John Hunter,

H. A. Lawrence,

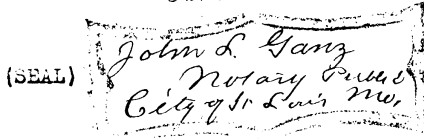
STATE of MISSOURI,)
:SS.
CITY of ST. LOUIS.)

On this 9th day of July 1917, personally appeared

J. D. Mortimer, Eugene McAuliffe, Charles S. Ruffner, H. Spoehrer, Louis H. Egan, John Hunter and H. A. Lawrence, to me known to be the persons described in and who executed the foregoing instrument and acknowledged that they executed the same as their free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My commission expires the 9th day of Feb. 1921.



(Signed) John L. Ganz
Notary Public.

STATE of MISSOURI,)
:SS.
CITY of ST. LOUIS.)

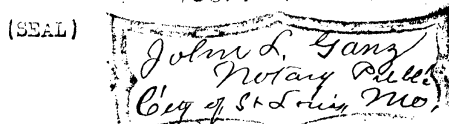
The undersigned - J. D. Mortimer, Eugene McAuliffe, Charles S. Ruffner, H. Spoehrer, Louis H. Egan, John Hunter and H. A. Lawrence - being all the subscribers, including parties selected as Directors for the first year, to the above and foregoing Articles of Association for the incorporation of Union Colliery Company, being duly sworn upon their oaths each did say that the statements and matters set forth therein are true.

J. D. Mortimer,
Eugene McAuliffe,
Chas. S. Ruffner,
Hermann Spoehrer,
Louis H. Egan,
John Hunter,
H. A. Lawrence,

Subscribed and sworn to before me this 9th day of July 1917.

My commission expires the 9th day of Feb. 1921.

(COPY OF SEAL)



(Signed) John L. Ganz.
Notary Public.

Filed & Recorded July 9th 1917 at 4:27 P.M. Chas F. Joy Recorder

STATE OF MISSOURI, } ss.
CITY OF ST. LOUIS.

I, the undersigned Recorder of Deeds for said City and State do hereby certify the foregoing to be a true copy of the Articles of Incorporation of the Union Cattle Company together with acknowledgment, affidavit and date of filing and recording thereof, as the same remains of record in my office in Corporation Book 57 Page 323.

WITNESS my hand and official seal this

9th day of July A.D., 1917
Chas. H. Joffe Recorder.

No. 33939

Articles of Association

Union Clothing
Company

Location St Louis

Capital, \$ 100,000

For a term of 50 years

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

JUL 30 1917

[Signature]
NOTARY PUBLIC

1-217

STATE OF MISSOURI

No. 33939

Certificate of Incorporation

Whereas, *An association organized under the name of* _____

Union Colliery Company

has filed in the office of the Secretary of State, Articles of Association or Agreement in writing, as provided by law, and has in all respects complied with the requirements of law governing the formation of Private Corporations for

Manufacturing and Business Purposes;

NOW, THEREFORE, I, John L. Sullivan, Secretary of State of the State of Missouri, in virtue and by authority of law, do hereby certify that said Association has, on the date hereof, become a body corporate, duly organized, under the name of _____

Union Colliery Company

located at St. Louis and is entitled to all the rights and privileges granted to Manufacturing and Business Corporations under the laws of this State, for a term of Fifty years; and that the amount of the Capital Stock of said Corporation is One Hundred Thousand - - - - - DOLLARS,

~~and xxxxxx without nominal or par value.~~

IN TESTIMONY WHEREOF, I hereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of Jefferson, this 10th day of July A. D. Nineteen Hundred and Seventeen.

[SEAL]

John L. Sullivan,

Secretary of State.

Chief Clerk.

STATE OF MISSOURI

No. 33939

Certificate of Incorporation

Whereas, An association organized under the laws of Missouri
Union Colliery Company

has filed in the office of the Secretary of State Articles of Association or Agreement in writing, as provided by law, and has in all respects complied with the requirements of law governing the formation of Private Corporations for

Manufacturing and Business Purposes;

Now, Therefore, I, JOHN L. SULLIVAN, Secretary of State of the State of Missouri, in virtue and by authority of law, do hereby certify that said association has, on the day hereof, become a body corporate, duly organized under the name of
Union Colliery Company

located at St Louis and is entitled to all the rights and privileges granted to Manufacturing and Business Corporations under the laws of this State for a term of Fifty years; and that the amount of the Capital Stock of said corporation is
one hundred thousand Dollars

IN TESTIMONY WHEREOF, I hereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of Jefferson, this 10th day of July, A. D. Nineteen Hundred

[SEAL]

and seventeen

John L. Sullivan

Secretary of State.

By

Chief Clerk.